

KLEINBERG, KAPLAN, WOLFF &  
COHEN, P.C.  
Matthew J. Gold  
Robert M. Tuchman  
500 Fifth Avenue  
New York, New York 10110  
Tel: (212) 986-6000

*Counsel to the State of Washington*

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

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<b>In re:</b>	:	Chapter 11
	:	
<b>PURDUE PHARMA L.P., et al.,</b>	:	Case No. 19-23649 (SHL)
	:	(Jointly Administered)
<b>Debtors.</b>	:	
	:	
-----	<b>x</b>	

**SIXTEENTH MONTHLY FEE STATEMENT OF  
KLEINBERG, KAPLAN, WOLFF & COHEN, P.C. AS COUNSEL TO  
THE STATE OF WASHINGTON FOR COMPENSATION FOR  
SERVICES AND REIMBURSEMENT OF EXPENSES INCURRED  
FOR THE PERIOD OF MAY 1, 2023 THROUGH MAY 31, 2023**

<b>Name of Applicant:</b>	Kleinberg, Kaplan, Wolff & Cohen, P.C.
<b>Provided Professional Services to:</b>	The State of Washington
<b>Date of Order Approving Debtors' Payment of Fees and Expenses of Applicant:</b>	March 10, 2022 [Docket No. 4503]
<b>Period for which compensation and reimbursement are sought:</b>	May 1, 2023 through May 31, 2023
<b>Amount of Compensation sought as actual, reasonable, and necessary:</b>	\$63,978.50
<b>Current Fee Request</b>	\$51,182.80 (80% of \$63,978.50)
<b>Amount of Expense Reimbursement sought as actual, reasonable, and necessary:</b>	\$10.40
<b>Amount of Compensation and Expenses sought as allowed under the Interim Compensation Order</b>	\$51,193.20
<b>Total Fees and Expenses Inclusive of Holdback</b>	\$63,988.90
<b>This is a(n):</b> <input checked="" type="checkbox"/> Monthly Application <input type="checkbox"/> Interim Application <input type="checkbox"/> Final Application	

Pursuant to the *Order Pursuant to 11 U.S.C. §§ 105 and 363(b) Authorizing and Approving Settlement Term Sheet* [Docket No. 4503] (the “Term Sheet Order”), and the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Retained Professionals*, dated November 21, 2019 [Docket No. 529] (the “Interim Compensation Order”), Kleinberg, Kaplan, Wolff & Cohen, P.C. (“Kleinberg Kaplan”), counsel to the State of Washington in the above-captioned case, and in a related adversary proceeding and appeals, hereby submits this Sixteenth Monthly Fee Statement (the “Fee Statement”) for the period of May 1, 2023 through and including May 31, 2023 (the “Statement Period”).

**Itemization of Services Rendered and Disbursements Incurred**

Annexed hereto as **Exhibit A** is a chart of the aggregate number of hours expended and fees incurred by professionals and paraprofessionals during the Statement Period, with respect to each of the billing categories. As reflected in Exhibit A, Kleinberg Kaplan incurred \$63,978.50 in fees during the Statement Period. Pursuant to this Fee Statement, Kleinberg Kaplan seeks reimbursement for 80% of such fees, totaling \$51,182.80.

Annexed hereto as **Exhibit B** is a chart of Kleinberg Kaplan's professionals and paraprofessionals, including standard hourly rate for each attorney and paraprofessional who rendered services to the State of Washington and others listed above in connection with these Chapter 11 cases during the Statement Period and the title, hourly rate, aggregate hours worked and the amount of fees earned by each professional. A copy of the computer-generated time entries of Kleinberg Kaplan reflecting all time recorded, organized in the billing categories requested by the State of Washington is attached hereto as **Exhibit D**.

Attached hereto as **Exhibit C** is a chart of necessary and out-of-pocket expenses incurred by Kleinberg Kaplan in the amount of \$10.40 in connection with providing professional services prior to and during the Statement Period.

**Notice**

Kleinberg Kaplan will provide notice of the Fee Statement in accordance with the Interim Compensation Order.

Pursuant to the Interim Compensation Order, any party objecting to the payment of interim compensation and reimbursement of expenses as requested shall, within 14 days of service of the Fee Statement, serve via email, to Kleinberg Kaplan and to the notice parties designated in the Interim Compensation Order, a written notice setting forth the precise nature of the objection and the amount at issue.

If an objection is timely served pursuant to the Interim Compensation Order, the Debtors shall be authorized and directed to pay Kleinberg Kaplan an amount equal to 80% of the fees and 100% of the expenses that are not subject to an objection. Any objection must set forth the precise nature of the objection and the amount at issue; it shall not be sufficient to simply object to all fees and expenses.

Dated: June 30, 2023

Respectfully submitted,

KLEINBERG, KAPLAN, WOLFF & COHEN, P.C.

By: /s/ Matthew J. Gold  
Matthew J. Gold  
Robert M. Tuchman

500 Fifth Avenue  
New York, New York 10110  
Tel: (212) 986-6000  
Fax: (212) 986-8866  
E-mail: [mgold@kkwc.com](mailto:mgold@kkwc.com)  
[rtuchman@kkwc.com](mailto:rtuchman@kkwc.com)

*Attorneys for the State of Washington*

**CERTIFICATE OF SERVICE**

I, Ellie Taylor, hereby certify that, on June 30, 2023 I caused true and correct copies of the foregoing document to be served by email upon those names below:

- Jon Lowne, Perdue Pharma: [jon.lowne@pharma.com](mailto:jon.lowne@pharma.com)
- Christopher Robertson, Davis Polk & Wardwell LLP: [Christopher.robertson@davidpolk.com](mailto:Christopher.robertson@davidpolk.com)
- Dylan Consla, Davis Polk & Wardwell LLP: [dylan.consla@davispolk.com](mailto:dylan.consla@davispolk.com)
- Sara Lynne Brauner, Akin Gump Strauss Hauer & Feld LLP: [sbrauner@akingump.com](mailto:sbrauner@akingump.com)
- Arik Preis, Akin Gump Strauss Hauer & Feld LLP: [apreis@akingump.com](mailto:apreis@akingump.com)
- Daniel Brogan, Bayard, P.A.: [dbrogan@bayardlaw.com](mailto:dbrogan@bayardlaw.com)
- Paul Schwartzberg, Office of the United States Trustee for the Southern District of New York: [paul.schwartzberg@usdoj.gov](mailto:paul.schwartzberg@usdoj.gov)

/s/ Ellie Taylor

Ellie Taylor

**EXHIBIT A**

**SERVICES RENDERED BY**

**KLEINBERG, KAPLAN, WOLFF & COHEN, P.C.**

**COMMENCING May 1, 2023 THROUGH MAY 31, 2023**

**Summary of Fees Task Code**

<b>Billing Category</b>	<b>Total Hours</b>	<b>Total Fees</b>
001 Purdue Pharma	50.10	\$60,806.00
005 Fee Applications	6.30	\$3,172.50
<b>Total</b>	<b>56.4</b>	<b>\$63,978.50</b>
20% Fee Holdback		<b>\$12,795.70</b>
80% of Fees		<b>\$51,182.80</b>
Plus Expenses		<b>\$10.40</b>
Requested Amount		<b>\$51,193.20</b>

**EXHIBIT B**

**SERVICES RENDERED BY**

**KLEINBERG, KAPLAN, WOLFF & COHEN, P.C.**

**COMMENCING MAY 1, 2023 THROUGH MAY 31, 2023**

**Summary of Hours and Fees by Professional**

<b>Name of Professional</b>	<b>Position/Year Admitted to Practice/Department</b>	<b>Hourly Billing Rate</b>	<b>Total Hours Billed</b>	<b>Total Compensation</b>
Matthew J. Gold	Partner 1983 Bankruptcy	\$1,250	38.1	\$47,625.00
Robert L. Berman	Partner 1978 Securities and Corporate Finance	\$1,280	9.3	\$11,904.00
Steven R. Popofsky	Partner 1983 Litigation & Risk Management	\$960	1.5	\$1,440.00
Robert Tuchman	Senior Counsel 2012 Litigation & Risk Management	\$845	2.3	\$1,943.50
Caroline James	Paralegal Corporate Funds	\$205	4.8	\$984.00
Ellie Taylor	Paralegal Litigation & Risk Management	\$205	0.4	\$82.00
<b>Total Fees Requested</b>				<b>\$63,978.50</b>

**EXHIBIT C**

**ACTUAL AND NECESSARY COSTS INCURRED BY  
KLEINBERG, KAPLAN, WOLFF & COHEN, P.C.  
COMMENCING MAY 1, 2023 THROUGH MAY 31, 2023**

<b>EXPENSE</b>	<b>AMOUNT</b>
Pacer Service Center Fees	\$10.40
<b>Total Expenses</b>	<b>\$10.40</b>



**EXHIBIT D**

**Time Entries for Each Professional by Task Code (Invoices)**

Kleinberg Kaplan Wolff & Cohen P.C.  
500 Fifth Avenue  
New York, NY 10110

State of Washington  
SAAG Administrator  
Email: SAAG@atg.wa.gov  
cc: Washington State Attorney General's Office  
Complex Litigation Division  
800 Fifth Avenue, Suite 2000  
Seattle, WA 98104

Invoice Date: June 28, 2023  
Invoice Number: 120345  
Matter Number: 7263-0001

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Client: State of Washington  
Matter: Purdue Pharma - SWV# SWV0257876-00

*For professional services rendered through May 31, 2023*

Currency: USD

Fees 60,806.00

Costs 2.00

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**Total Amount Due \$60,808.00**

<b>Please Remit to:</b>	<b>Mail To:</b> Kleinberg, Kaplan, Wolff & Cohen, P.C. 500 Fifth Avenue New York, N.Y. 10110	<b>Wire Instructions:</b> Citibank N.A. ABA Number: 021000089 Swift Code: CITIUS33 (International) Account # 9987286692 <b>(Please Reference Invoice Number)</b>
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Client: State of Washington  
Matter: Purdue Pharma

Invoice Date: June 28, 2023  
Invoice Number: 120345  
Matter Number: 7263-0001

**Time Detail**

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
05/01/2023	Matthew J. Gold	Conferring with I. Goldman regarding case status; exchanging emails with E. Vonnegut and I. Goldman regarding transcript	0.90	1,250.00	1,125.00
05/02/2023	Matthew J. Gold	Exchanging emails with J. Rupert regarding Supreme Court decisions; preparing outline regarding same	1.80	1,250.00	2,250.00
05/03/2023	Matthew J. Gold	Reviewing motions regarding employee benefits; preparing email to J. Rupert regarding same	0.80	1,250.00	1,000.00
05/03/2023	Robert Berman	Conferring regarding status	0.10	1,280.00	128.00
05/05/2023	Matthew J. Gold	Reviewing plan and Sackler settlement	0.90	1,250.00	1,125.00
05/05/2023	Caroline James	Working in connection with notice email	0.30	205.00	61.50
05/08/2023	Matthew J. Gold	Reviewing plan provisions; preparing summary regarding same	2.90	1,250.00	3,625.00
05/09/2023	Matthew J. Gold	Reviewing plan provisions; revising summary and revising charts regarding same	3.20	1,250.00	4,000.00
05/10/2023	Matthew J. Gold	Reviewing plan provisions; revising summary regarding same; exchanging emails with I. Goldman regarding same	1.40	1,250.00	1,750.00
05/11/2023	Matthew J. Gold	Conferring with I. Goldman regarding sale of property; revising outline of options	2.60	1,250.00	3,250.00
05/12/2023	Matthew J. Gold	Reviewing plan provisions; revising summary regarding same	0.60	1,250.00	750.00
05/12/2023	Ellie Taylor	Coordinating hearing registration	0.40	205.00	82.00
05/12/2023	Robert Berman	Conferring regarding status and next steps	0.40	1,280.00	512.00
05/15/2023	Matthew J. Gold	Revising summary regarding plan provisions and distribution chart	2.80	1,250.00	3,500.00
05/15/2023	Robert Berman	Reviewing article regarding status of third party releases	0.70	1,280.00	896.00

Client: State of Washington  
Matter: Purdue Pharma

Invoice Date: June 28, 2023  
Invoice Number: 120345  
Matter Number: 7263-0001

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
05/16/2023	Matthew J. Gold	Reviewing notice regarding auction; preparing summary email to J. Rupert regarding same	0.30	1,250.00	375.00
05/17/2023	Matthew J. Gold	Conferring regarding case status	0.10	1,250.00	125.00
05/17/2023	Robert Berman	Conferring regarding status and next steps	0.40	1,280.00	512.00
05/18/2023	Matthew J. Gold	Conferring with I. Goldman regarding proceeds of sale of property and plan provisions; revising summary regarding same	2.80	1,250.00	3,500.00
05/19/2023	Matthew J. Gold	Revising outline regarding proceeds of sale of property and plan provisions	1.40	1,250.00	1,750.00
05/22/2023	Matthew J. Gold	Reviewing hearing agendas and creditor committee's statement regarding proposed sale and proposed order, exchanging emails with I. Goldman regarding same; exchanging emails regarding status; revising outline regarding strategy	3.40	1,250.00	4,250.00
05/22/2023	Robert Berman	Reviewing court filing regarding sale of assets; conferring regarding sale and effect on the States	1.10	1,280.00	1,408.00
05/23/2023	Matthew J. Gold	Participating in omnibus hearing; preparing outline regarding same; conferring regarding same; preparing email to J. Rupert regarding same	3.40	1,250.00	4,250.00
05/23/2023	Robert Berman	Conferring regarding status and court filings regarding asset sale by Purdue	0.60	1,280.00	768.00
05/24/2023	Matthew J. Gold	Reviewing and circulating article regarding hearing on sale of property; revising outline regarding plan provisions	1.60	1,250.00	2,000.00
05/25/2023	Matthew J. Gold	Preparing outline for status report; conferring with J. Rupert regarding status	1.70	1,250.00	2,125.00

Client: State of Washington  
Matter: Purdue Pharma

Invoice Date: June 28, 2023  
Invoice Number: 120345  
Matter Number: 7263-0001

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
05/30/2023	Matthew J. Gold	Exchanging emails regarding Second Circuit decision; reviewing same; preparing emails to I. Goldman and J. Rupert regarding same	2.40	1,250.00	3,000.00
05/30/2023	Steven R. Popofsky	Reviewing decision, concurrence and e-mails	1.40	960.00	1,344.00
05/30/2023	Robert Tuchman	Reviewing, conferring about and circulating comments on Second Circuit decision	1.10	845.00	929.50
05/30/2023	Robert Berman	Email from I. Goldman; reviewing 2nd circuit decision; conferring regarding decision; reviewing emails from state attorney general offices; conferring regarding call to discuss decision and next steps	3.50	1,280.00	4,480.00
05/31/2023	Matthew J. Gold	Exchanging emails with I. Goldman regarding Second Circuit decision; participating in conference call with States regarding same	1.30	1,250.00	1,625.00
05/31/2023	Steven R. Popofsky	Responding to e-mail	0.10	960.00	96.00
05/31/2023	Robert Tuchman	Preparing for and participating in call with state representatives	1.20	845.00	1,014.00
05/31/2023	Robert Berman	Conferring regarding 2nd Circuit decision and call with the states; conference call with the states; reviewing third party analysis regarding the 2nd circuit decision	2.50	1,280.00	3,200.00
<b>Total</b>			<b>50.10</b>		<b>\$60,806.00</b>

#### Timekeeper Summary

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Caroline James	0.30	205.00	61.50
Ellie Taylor	0.40	205.00	82.00
Matthew J. Gold	36.30	1,250.00	45,375.00
Robert Berman	9.30	1,280.00	11,904.00
Robert Tuchman	2.30	845.00	1,943.50
Steven R. Popofsky	1.50	960.00	1,440.00
<b>Total</b>	<b>50.10</b>		<b>\$60,806.00</b>

Client: State of Washington  
Matter: Purdue Pharma

Invoice Date: June 28, 2023  
Invoice Number: 120345  
Matter Number: 7263-0001

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**Cost Detail**

<u>Date</u>	<u>Description</u>	<u>Quantity</u>	<u>Amount</u>
05/03/2023	Pacer Service Center - Inv#3974096-Q12023-4/4/23 1/1/23-3/31/23-1st Qtr 2023	1.00	2.00
<b>Total</b>			<b>\$2.00</b>

Kleinberg Kaplan Wolff & Cohen P.C.  
500 Fifth Avenue  
New York, NY 10110

State of Washington  
SAAG Administrator  
Email: SAAG@atg.wa.gov  
cc: Washington State Attorney General's Office  
Complex Litigation Division  
800 Fifth Avenue, Suite 2000  
Seattle, WA 98104

Invoice Date: June 28, 2023  
Invoice Number: 120345  
Matter Number: 7263-0001

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**REMITTANCE COPY**

**Purdue Pharma - SWV# SWV0257876-00**

<u>Invoice Date</u>	<u>Invoice Number</u>	<u>Balance Due</u>
<u>Current Invoice</u>		
06/28/2023	120345	\$60,808.00
<b>Balance Due</b>		<b><u><u>\$60,808.00</u></u></b>

<b>Please Remit to:</b>	<b>Mail To:</b> <i>Kleinberg, Kaplan, Wolff &amp; Cohen, P.C. 500 Fifth Avenue New York, N.Y. 10110</i>	<b>Wire Instructions:</b> <i>Citibank N.A. ABA Number: 021000089 Swift Code: CITIUS33 (International) Account # 9987286692 (Please Reference Invoice Number)</i>
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Kleinberg Kaplan Wolff & Cohen P.C.  
500 Fifth Avenue  
New York, NY 10110

State of Washington  
SAAG Administrator  
Email: SAAG@atg.wa.gov  
cc: Washington State Attorney General's Office  
Complex Litigation Division  
800 Fifth Avenue, Suite 2000  
Seattle, WA 98104

Invoice Date: June 28, 2023  
Invoice Number: 120342  
Matter Number: 7263-0005

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Client: State of Washington  
Matter: Fee applications - SWV# SWV0257876-00

*For professional services rendered through May 31, 2023*

Currency: USD

Fees 3,172.50

Costs 8.40

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**Total Due This Invoice \$3,180.90**

<b>Please Remit to:</b>	<b>Mail To:</b> Kleinberg, Kaplan, Wolff & Cohen, P.C. 500 Fifth Avenue New York, N.Y. 10110	<b>Wire Instructions:</b> Citibank N.A. ABA Number: 021000089 Swift Code: CITIUS33 (International) Account # 9987286692 <b>(Please Reference Invoice Number)</b>
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Client: State of Washington  
Matter: Fee applications

Invoice Date: June 28, 2023  
Invoice Number: 120342  
Matter Number: 7263-0005

#### Time Detail

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
05/15/2023	Matthew J. Gold	Reviewing time records for reimbursement application	0.40	1,250.00	500.00
05/18/2023	Caroline James	Preparing Fifteenth Monthly Fee Statement	3.50	205.00	717.50
05/19/2023	Matthew J. Gold	Reviewing draft monthly statement; exchanging emails regarding same	1.20	1,250.00	1,500.00
05/22/2023	Matthew J. Gold	Conferring regarding monthly statement	0.20	1,250.00	250.00
05/22/2023	Caroline James	Finalizing, filing, and serving Fifteenth Monthly Fee Statement	1.00	205.00	205.00
<b>Total</b>			<b>6.30</b>		<b>\$3,172.50</b>

#### Timekeeper Summary

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Caroline James	4.50	205.00	922.50
Matthew J. Gold	1.80	1,250.00	2,250.00
<b>Total</b>	<b>6.30</b>		<b>\$3,172.50</b>

#### Cost Detail

<u>Date</u>	<u>Description</u>	<u>Quantity</u>	<u>Amount</u>
05/03/2023	Pacer Service Center - Inv#3974096-Q12023-4/4/23 1/1/23-3/31/23-1st Qtr 2023	1.00	8.40
<b>Total</b>			<b>\$8.40</b>

Kleinberg Kaplan Wolff & Cohen P.C.  
500 Fifth Avenue  
New York, NY 10110

State of Washington  
SAAG Administrator  
Email: SAAG@atg.wa.gov  
cc: Washington State Attorney General's Office  
Complex Litigation Division  
800 Fifth Avenue, Suite 2000  
Seattle, WA 98104

Invoice Date: June 28, 2023  
Invoice Number: 120342  
Matter Number: 7263-0005

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**REMITTANCE COPY**

**Fee applications - SWV# SWV0257876-00**

<u>Invoice Date</u>	<u>Invoice Number</u>	<u>Invoice Total</u>	<u>Payments</u>	<u>Balance Due</u>
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Current Invoice

06/28/2023	120342			<u>\$3,180.90</u>
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<b>Please Remit to:</b>	<b>Mail To:</b> <i>Kleinberg, Kaplan, Wolff &amp; Cohen, P.C. 500 Fifth Avenue New York, N.Y. 10110</i>	<b>Wire Instructions:</b> <i>Citibank N.A. ABA Number: 021000089 Swift Code: CITIUS33 (International) Account # 9987286692 (Please Reference Invoice Number)</i>
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PACER SERVICE CENTER

Pg 19 of 19

Invoice#3974096-Q12023

Invoice Date 4/4/2023 - 1/1/23-3/31/23

Pacer 1st Qtr 2023 - 1/1/23 - 3/31/23

<u>Login</u>	<u>Court</u>	<u>Date</u>	<u>Client Code</u>	<u>Pages</u>	<u>Cost</u>	<u>Total</u>
matthewgoldesq Matthew Gold (3016028)	NYSBK	01/04/2023	7263-0001	15	\$1.50	
matthewgoldesq Matthew Gold (3016028)	NYSBK	01/04/2023	7263-0001	5	\$0.50	\$2.00
matthewgoldesq Matthew Gold (3016028)	NYSBK	01/31/2023	7263-0005	15	\$1.50	
matthewgoldesq Matthew Gold (3016028)	NYSBK	02/13/2023	7263-0005	30	\$3.00	
matthewgoldesq Matthew Gold (3016028)	NYSBK	02/15/2023	7263-0005	2	\$0.20	
matthewgoldesq Matthew Gold (3016028)	NYSBK	02/28/2023	7263-0005	20	\$2.00	
matthewgoldesq Matthew Gold (3016028)	NYSBK	03/30/2023	7263-0005	17	\$1.70	\$8.40